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**MARVEL
COMICS
GROUP**

NO. 11
WEEK ENDING
DEC. 22, 1976

IN FULL COLOUR!

THE NEWEST-AND GREATEST-SUPERHERO OF ALL!

**CAPTAIN
BRITAIN**

10P

GO
BACK!
THEY'LL
KILL YOU,
TOO!

NO!
I CAN'T
LET YOU
BURN!

IT'S
CAPTAIN
BRITAIN!
STOP HIM!
IN THE NAME
OF DOCTOR
SYNNE!

SUPERHERO BATTLES MOB GONE MAD!
"BURN, WITCH, BURN!"

WHEN STUDENT-PHYSICIST BRIAN BRADDOCK RUBS HIS MYSTIC AMULET, HE TRANSFORMS INTO
BRITAIN'S SUPER-HEROIC CHAMPION OF JUSTICE...

Stan Lee
PRESENTS:

CAPTAIN BRITAIN!

HAVING BARELY ESCAPED A MURDEROUS ATTACK UPON HIMSELF AND HIS BROTHER BY THEIR HYPNOTIZED SISTER, BRIAN BRADDOCK HAS FLED BRADDOCK MANOR TO SEEK SOLACE AND SILENCE IN THE COUNTRYSIDE! BUT NOW, EVEN THIS RESPITE IS SHATTERED BY THE BONE-CHILLING CRY OF...

BURN, WITCH, BURN!

AND THOSE MENACING
CRIES GROW EVER
LOUDER IN THE EARS
OF THE PURSUED--



--A YOUNG COUPLE FROM
A NEARBY VILLAGE WHO
ARE FLEEING FOR THEIR
VERY LIVES, WHEN...



OOHHH!
I'VE
SLIPPED--



IN AN
INSTANT,
THE
ANGRY
MOB IS
UPON
THEM!



NOW WE
HAVE
THE
WITCHES!

WE'LL
BURN THEM
ON THE
SPOT!

HOLD ON THERE!
LET'S KEEP THIS
THING CIVILIZED,
SHALL WE?!

WHO THE
FLAMIN'
HECK ARE
YOU?

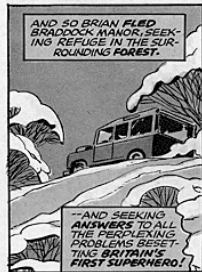
CAPTAIN BRITAIN!

NOW CALM DOWN
AND LET'S GET TO
THE BOTTOM
OF THIS!



WRITTEN BY GARY FRIEDRICH
DRAWN BY HERB TRIMPE
INKED BY FRED KIDA
LETTERED BY J. WATANABE
COLOURED BY M. SEVERIN
EDITED BY LARRY LIEBER

BUTT OUT,
MATE--OR WE'LL
HAVE YOU, TOO!





I'M OFF--
LEAPING
TEN TIMES
HIGHER
THAN ANY
NORMAL MAN
POSSIBLY
COULD!

THE EXHILARATION
IS ALMOST
INDESCRIBABLE!

IT'S AS IF BRIAN
BRADDOCK NO
LONGER EXISTS!



THE VERY SKY SEEMS
MINE TO COMMAND IN
GRACEFUL, ACROBATIC
MOVEMENTS! HAH! EAT
YOUR HEART OUT, BRIAN!



PERHAPS THAT'S
THE ANSWER I'VE
BEEN SEARCHING
FOR--

--THE WAY TO END
THE IDENTITY CRISIS
I'VE BEEN SUFFERING!



JUST A MOMENT AGO
--I WAS TALKING AS
IF I WERE SOMEONE
OTHER THAN MYSELF--
A TOTALLY DIFFERENT
PERSON!

BUT OF COURSE
I AM--AT LEAST
PHYSICALLY, WHICH
MUST PRODUCE
PROFOUND CHANGES
IN MY
PERSONALITY!

WAIT--SLOW
DOWN! I CAN'T
SIMPLY KILL OFF
OLD BRIAN--
OR CAN I?



BUT, BEFORE ANY CON-
CLUSION CAN EMERGE
FROM THE REIGNING
CONFUSION--

UH-OH! LOOKS
AS IF THE SELF-
ANALYSIS SESSION
WILL HAVE TO
WAIT!



THERE'S AN
ANGRY ARMED
MOB JUST OVER
THE RISE--IN
PURSUIT OF
TWO UNARMED
PEOPLE--

--NOT AT ALL THE
ODDS BRIAN BRADDOCK
WOULD CHOOSE TO FACE!
BUT FOR CAPTAIN
BRITAIN--IT'S THE
RIGHT CUP OF TEA!

SUDDENLY, CAPTAIN BRITAIN'S
REVERIE IS SHATTERED BY THE
CRUSHING FORCE OF REALITY--



--FIRST LASHING
OUT WITH HIS
STAFF--



--THEN USING IT
TO VAULT OUT OF
HARM'S WAY!

BUT THE COSTUMED WARRIOR
WOULD BE LESS CONFIDENT
IF HE COULD SEE AN ALL-TOO-
FAMILIAR CLOAKED FIGURE
LURKING SINISTERLY BEHIND
THE SCENE--

SO, ONCE MORE
CAPTAIN BRITAIN
DARES TO INTERFERE
WITH MY
MASTER-
PLAN!



WELL, LET HIM--
FOR THIS BATTLE
MOST SURELY WILL
BE HIS LAST! SO SWEAR
I--DOCTOR SYNNE!!

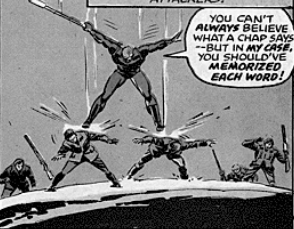
"REMEMBER HIM FROM
LAST ISN?" -- LARRY.

QUICK! SWAMP
HIM WHILE HE'S--
UNNNNNH!



BUT THE YOUNG
LION OF LONDON
IS NOT ABOUT
TO BE OVER-
WHELMED. IN-
STEAD HE
LAUNCHES A
COUNTER-
ATTACK--

...AND FINALLY SWOOPING BACK
INTO THE VERY MIST OF HIS
ATTACKERS!

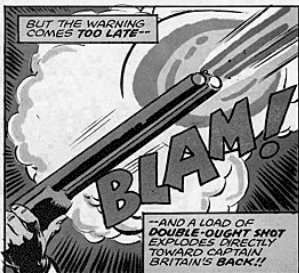


YOU CAN'T
ALWAYS BELIEVE
WHAT A CHAP SAYS
--BUT IN MY CASE,
YOU SHOULD'VE
MEMORIZED
EACH WORD!



ODD! I THOUGHT
I HAD THINGS
UNDER CONTROL--

--BUT SUDDENLY,
I SEEM TO BE TIRING
--WHILE MY FOES
GROW STRONGER!



AT SUCH CLOSE RANGE, THE DEADLY CHARGE SLAMS INTO ITS VALENT VICTIM WITH THE FORCE OF A LIGHTNING BOLT--



--RENDERING HIM UNCONSCIOUS AND PROPELLING HIM TOWARD THE EDGE OF A CLIFF!



--WHERE HIS LIMP FORM ROLLS OVER THE EDGE AND PLUMMETS HELPLESSLY DOWNWARD TOWARD CERTAIN DEATH!!



HITTING THE GROUND WITH A SICKENING THUD, CAPTAIN BRITAIN LIES MOTIONLESS, NO LONGER A THREAT TO THE THROG WATCHING FROM ABOVE!



BUT EVEN AS THE MOB ANGRILY TURNS BACK TO THEIR INITIAL PREY, A SPARK OF LIFE STILL REMAINS WITHIN THE MIND OF THE FALLEN HERO--



--REMAINS TO GROW AND MULTIPLY INTO A NEW LIFE-FORCE--AN UNEXPLAINABLE POWER WHICH SLOWLY DRAWS THE BRAIN BACK FROM THE ENDLESS VOID OF DARKNESS!!

FINALLY, SOME HOURS LATER, THE GRIM VEIL OF DEATH HAS DISAPPEARED, LEAVING ONLY A SHIMMERING FOG OF SEMI-CONSCIOUSNESS--



--AND, THOUGH HE KNOWS NOT WHY, CAPTAIN BRITAIN LIVES!

I CAN'T BELIEVE IT! NO ONE COULD HAVE SURVIVED THAT FALL--

UNLESS HE WERE SOMEHOW PROTECTED BY A SUPERNATURAL POWER!

THE GIRL WHO WAS WITH YOU--WHAT HAPPENED TO HER?

THE MOB CAUGHT HER! I MANAGED TO ESCAPE--BUT THEY'VE TAKEN HER TO THE VILLAGE TO--TO--



I KNOW THEIR PLANS! JUST PRAY THAT WE ARRIVE IN TIME!



CURIOUS COMIC CO. CAUSE
CHAOS IN KENT. CAN
SEVENOAKS SURVIVE?

ITEM! It's true! No longer does the British Bullpen battle brilliantly in London's High Holborn. No more shall the familiar battering of the veteran bullpen typewriter resound over WC1. Gone forever is the squeal of the photostat machine, long cursed by Bullpenners for its frequent break-downs. To where have all absconded?

Sevenoaks.

Sevenoaks?

Tubs Hill House, Sevenoaks, Kent, to be precise. From this day forth the British Bullpen will lurk in luxury on the fourth floor of a modern tower block. Close by ancient oaks and awesome elms stand in the heart of the beautiful Kent countryside. There's a breathtaking view of the tower block opposite filled with office workers watching us watching them. The rustic simplicity of a quiet country town has been invaded by the loud urban sophistication of Nebulous Neil, Mighty Murray, and George "Misty" Mina. Will Sevenoaks survive? Watch this space for details!

ITEM! Hey, horrorphiles, know anything about Werewolves? Ian Woodward of 19 Gallows Hill, Hunton Bridge, King's Langley, Herts, is writing a book called "The Werewolf Delusion", which as you've doubtless guessed, is to be a study of Werewolves, and will include a section on the role of Werewolves in comics. If you have any relevant books or comics which you'd be prepared to lend, or simply any information you think might be useful, Ian would like to hear from you. Why not drop him a line?

ITEM! Holy cow — can it be already?! **CAPTAIN BRITAIN** No. 11 is on the stands at newsagents everywhere — which means we've published ten tintinnabulatin' issues so far! How can we top ourselves? Truth to tell, we're not sure... but we somehow manage to do it, right? And this week is no different — Captain Britain is caught in a very real crisis, and faces fire-death at the hands of the sinister Dr. Synnel Young Brian Braddock is rapidly learning that the life of a superhero is not as easy as it might seem, which only makes him more determined to prove himself — and, just incidentally, to save all Britain in the process! The good Cap's adventures are in colour, of course, as are the stirring SHIELD sagas which have been spun by Jaunty **Jim Steranko!** See the Yellow Claw strive for dominance "When Comes the Black Noon!" Only Nick Fury can stop him now! The Fantastic Four, meanwhile, are busy battling as well as baffling about "The Secret of the Eternals!" (Not to be confused, with the new **Jack Kirby** colour comic title recently launched in America by ever-inventive Marvel!) Last but not least, we've thrown in a surprise pin-up in full colour of some of the FF's most famous friends and foes, as rendered by Big **John Buscema!** That's **CAPTAIN BRITAIN** No. 11, literature lovers — remember it, and better yet, buy it!

ITEM! As long as we're on the subject of savouring Mighty Marvel masterpieces, we just must mention **PLANET OF THE APES** No. 114, 'cause this simian treasure is a comic-art treatise of truly epic proportions, boasting between its covers a new episode in the brain-blasting **BENEATH THE PLANET OF THE APES** movie adaptation, as well as several other scintillatin' four-star sagas! The award-winning macabre Man-Thing series slithers on with a far-out fantasy called "Dance to the Murders!" by **Steve (Baby) Gerber** and Pusanilomous **Mike Ploog**, both of whom are Bullpenners of note and creative geniuses of croggling ability! The continuing struggle of Ka-Zar versus Klaw (who's not known as the Murderous Master of Sound for naught!) crashes toward a startling conclusion, and coming up in future stories is wonderment beyond wonderment as Ka-Za travels to other dimensions to ride — the sky-sharks! Keep your eye on this storyline, sagacious ones! Also, this is the second week that our favourite Cimmerian, the brawny steel-thewed Conan the Barbarian, appears in **PLANET OF THE APES**, still involved in an epic adventure involving the "Oracle of Ophir!" Don't miss this one, apophies and sorcerers!

ITEM! We're rapidly running out of space, so we're gonna cover both our remaining wondrous weeklies in the space of a single item! First, **MIGHTY WORLD OF MARVEL** No. 221 features more of **Sgt Nick Fury's** awesome origin, as well as the cataclysmic climaxes to both the Daredevil versus Tribune and the Hulk versus Loch Fear Monster sagas! Undaunted, Luke Cage meanwhile takes on the menace of the "Phantom of New York!" Also this week, in **SUPER SPIDER-MAN** AND THE **TITANS** No. 202, **Steranko** works more of this creative magic on the exploits of Captain America and Bucky as they face — Madame Hydra and her endless hordes! Thor visits "The Well at the Edge of the World" in his continuing quest, and the Avengers, the Invaders, Iron Man and (last but not least, the star of the mag), Spidey all battle like there's no tomorrow! Sorry, folks, we're fresh outta space — see ya again soon!

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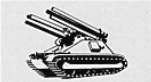
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Stan Lee PRESENTS: THE **FANTASTIC FOUR!**™

THE F.F. LEARN OF AN AWESOME ALIEN PERIL TO ALL THE COSMOS!

THE SECRET OF THE ETERNALS

CONTACTED BY THE
OCCULT POWERS OF
AGATHA HARKNESS,
THE WONDROUS
WATCHER SPEAKS TO
THE FANTASTIC FOUR
ACROSS THE GULF OF
TIME AND SPACE,
ACROSS REALITY ITSELF
--AND VOICES A
PROPHECY OF DOOM--!

"FROM BEYOND
THE STARS
SHALL COME
THE
OVER-MIND--!"

"--AND HE SHALL
CRUSH THE
UNIVERSE!"

PLOT:
STAN
LEE

ART:
JOHN
BUSCEMA

SCRIPT:
ARCHIE
GOODWIN*

INKS:
JOE
SINNOTT

LETTERING:
ARTIE
SIMEK

* SOULFULLY SUBSTITUTING FOR RASCALLY ROY
THOMAS, WHO GOT BOGGED DOWN FILLING-IN
FOR OUR LEADER ELSEWHERE.



"AND AMID THAT DAZZLING CLUSTER OF STARS
LONG VANISHED, LOOK CLOSELY UPON ONE
PLANET IN PARTICULAR--



"A PLACE OF
PRIMITIVE
SAVAGERY--
RAMPANT,
UNCHECKED--

--YET EXISTING SIDE BY SIDE WITH SCIENCE AND TECHNOLOGY TO STUN THE SENSES!



"OBSERVE IT
WELL, HUMANS,
FOR FROM HERE
CAME THE
OVER-MIND--

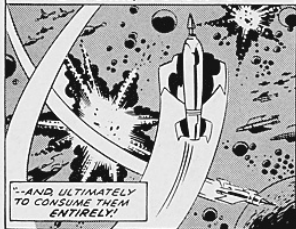
"FROM THIS
WORLD OF BRUTAL
CONTRASTS, FROM
THIS HOME OF
THOSE WHO
DUBBED THEM-
SELVES--THE
ETERNALS!

"AND ETERNAL THEY WERE. FOR, IN THEIR MASTERY OF SCIENCE, THEY HAD MASTERED AGING AND NATURAL DEATH AS WELL--



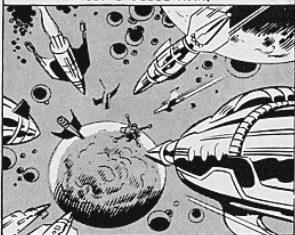
"--BUT NOT THE STRAIN OF SAVAGERY RAMPANT IN THEM AS IT WAS IN THEIR WORLD!

"NATURE HAD MADE THEM MERCILESS, CRUEL. ENDLESS EONS OF LIFE GAVE THESE QUALITIES TIME TO GROW, TO STRENGTHEN--



"--AND, ULTIMATELY TO CONSUME THEM ENTIRELY!

"GIFTED WITH ENDLESS LIFE, THE ETERNALS WAGED ENDLESS WAR!



"THEY LIVED BUT TO CONQUER--TO ENSLAVE--



"--TO DESTROY!



"BEFORE THE ETERNALS, PLANETS DIED-- AND A UNIVERSE WEPT!



"THE ETERNALS WROTE THEIR NAME ACROSS THE STARS IN THE FLAMES OF DYING WORLDS-- NEVER KNOWING DEFEAT, ONLY VICTORY--AND ITS SPOILS."

THE SCOUTS HAVE NOT FOUND A WORTHY PLANET FOR CONQUEST IN AGES.

PEACE?! PEACE IS LIKE DEATH, WOMAN--

FOR LESSER RACES--NOT FOR ETERNALS!

WHAT IF THERE ARE NO MORE, GROW? WHAT WILL MIGHTY WARRIORS SUCH AS YOU DO IF THERE IS PEACE?

EVEN WHEN THERE ARE NO MORE WORLDS TO SMASH, THERE WILL ALWAYS BE--

--THE GAMES!

"THE GAMES! ABOVE ALL ELSE, THE ETERNALS VALUED THEIR INCREDIBLE STRENGTH, FANTASTIC FIGHTING SKILLS--

--AND SO HELD BARBAROUS CONTESTS TO PROVE THEIR SUPERIORITY TO ALL CHALLENGERS--

"--MAN OR BEAST!"



CONTINUED ON PAGE 18 →

Tell it to The CAPTAIN!



SO WHAT DO YOU THINK OF IT SO FAR?

Dear All,

I think three issues is long enough for any mag to get off the ground, so now it's time you heard what I think of Captain Britain.

The first issue was slightly disappointing. At first glance, art was poor and story was weak, but the most difficult part of a comic is its origin. Trying not to make it too corny, but at the same time trying to make it original. Chris, you handled it remarkably well. The obvious choice for a British superhero's origin was medieval backgrounds, but let's see something other than that, huh? Freak chemical explosions happen over here as well, y'know!

Issue 3 is fantastic! Having put the origin safely behind, I hoped Chris would get down to some typical Nova-style (love that mag!) action, and he has. Vixen sounds interesting, but don't discard The Reaver just like that, he has potential.

The supporting characters and sub-

plots have now made their appearances, although I was a bit disappointed in the lack of originality. I'll just have to hope Chris makes some new twists.

The artwork has improved over the past three issues. Herb Trimpe and Fred Kida are slowly getting it together. Keep it up, fellas.

Now the support features. The choice is great, but I have one major grouse. Steranko's S.H.I.E.L.D. was beautiful to look at in Titans, but his terrific use of shading is ruined by colour! The F.F. on the other hand are perfectly suited to colour, so why not swap around?

Centrespreads are okay so far, but I'd like more old pin-ups as in ish 1, and as for the fun page ... Mmmm ...

Well, I guess that's it, except to say, **KEEP 'EM COMIN', FELLAS!**

Keith Sparrow,
8 Chester Close, Bagshot,
Surrey.

Hoosoo Boy! You've really put Cap Brit under the microscope! But we'd say he's emerged from the examination with most points on the right side. Y'know, getting the new mag into the air was some sweat, and if we had to do it all again, guess what? Yeah, we still would!

Dear Bullpen,

Okay, we've had two weeks to evaluate your new hero, Captain Britain, and it looks like you've got another winner on your hands. But I would like to forward a few suggestions.

1. More pages for Captain Britain himself.
2. No more "colour yourself" pages, 'cos it gives me insecure feelings about the future of the mag as a colour title.
3. No more puzzle pages. Please give the space to either S.H.I.E.L.D. or the F.F.
4. Please do no more than one pin-up per issue.
5. Puh-LEESE change the picture of Captain Britain on your cover ticket.
6. See what you can do about the quality of the paper you are using.

Lastly, I really like you guys!

Unsigned of
78 Dimsdale View East,
Porthill, Newcastle, Staffs.

We're relieved that you put in the final sentence, because up until then you really had us fooled! Thanks for the six suggestions. We'll certainly file 'em, and we might even act on 'em!

CENTRAL INFO.

Dear Marvel,

Just dropping a line to tell you that Captain Britain is Fabulously Fantastic, and one of the best thing's Marvel's done. There was a great cover by Larry Leiber, and the inside art by Herb Trimpe was excellent. His origin was original and exciting, and his first villain, The Reaver, was brilliant.

Oh yes, all that excitement nearly made me forget something. I would like to tell all unaware Marvelites of the happenings at the Regent Centre Hotel, Carburton Street, London, W1, right near Great Portland Street Station. Well, every so often there's a great Comic Mart there. It's great fun and, of course, there're thousands of comics there. If you want to join in the fun the next Mart is November 28th.

Richard Griffiths,
RFO, KOF, FOOMER,
90 Central Drive,
Hornchurch, Essex.

We'll let you into one of our little secrets... we were kind of pleased with the way Captain Britain turned out, too! See ya at the Regent Centre!



THE GOOD, THE BAD, AND THE MERELY MARVELOUS

Dear Stan and Bullpen,

Captain Britain No. 1 was pretty good. In fact, the art was a lot better than I expected, but that is easily explainable as the only newest member of the Bullpen is Fred Kida, who is good with Herb Trimpe, but I would like to see him working solo. When I looked at the credits list I expected a host of new 'unknowns', but was surprised to see those well-known regulars, G. Claremont, M. Severin, I. Watanabe, Mr. Trimpe and, of course, Mr. Lieber. The colour is a great addition and was handled well, except in the case of a certain Gabe Jones. I like the pin-ups. Well, so much for the good points, now onto the inevitable bad points, which always seem to outweigh the good!

1. I think you may have made a mistake when you keep saying 'Darkmoor', shouldn't it be 'Dartmoor'?

2. I definitely do NOT like the idea of C.B. gaining his powers from a couple of gods! It's too simple an answer!

3. The fun-page is definitely O-U-T! Hopefully it will be replaced by the mail-page.

4. I suggest you give C.B. more pages. It is practically the same as P.O.T.A., the star getting only a small amount.

Apart from the above, in fact, including the above, the mag is still a great new achievement and a perfect 'flagship' to replace 'Titans'.

Tony Ware,
FOOMER, QNS, RFO, TTB, KOF,
PMM, 18 Ashbourne Rd.,
Mitcham, Surrey.

With your permission Tony, we'll skip the preamble and plunge right into the nitty-gritty. And by that we mean those four 'bad points' you've set down. Point one. No — we didn't make any slip-up. We wanted to set our story-start in a fictitious spot, so Darkmoor it was. Point Two. Well, we'd have liked your approval, but we can't back-track now. Point Three. It's staying! 4. Can't be done, leastways, not unless we have more than one artist handling it. Y'see, it's all freshly-drawn material, therefore the amount we can publish is limited by the amount of work the artist can turn out in one week. Get it?

CAP, MEET CAP?

Dear Stan, Chris, Herb and All,

Thank you for giving Britain its own Superhero, namely Captain Britain. His costume is just right and his staff is a unique and interesting idea. Judging from those studs I saw on it in ish 1, I'd say that it has some kind of ray etc. Am I right?

Now for the question that is going through the mind of every Marvelite. Will Captain Britain meet Captain America?

Don't stop with Captain Britain, create more British heroes, and who knows? before long we might have a British Avengers team!

Tim Rogerson,
92 Abbott Road,
Didcot, Oxon.

Will Cap Britain ever meet Cap America? Natch! 'Cos if ever a get-together was a natural then that one is. But we're not saying when. Why not? 'Cos we're not that far ahead with our scripting plans!

Marvel Comics,
Tubs Hill House,
Sevenoaks,
Kent.



NEXT WEEK

NEWS OF THE GREAT MARVEL CUT-UPS!

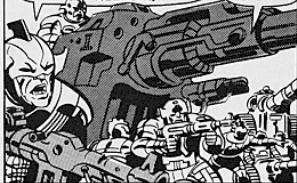
...SO WHAT ARE
CUT-UPS?

SEE NEXT WEEK

"AND, CLIMAXING THE GAMES--THE SELECTION
OF THE CHAMPION OF CHAMPIONS--!"

STAND READY, COMRADES! WE
MAY HAVE BEEN SLAVES, BUT
THIS IS OUR MOMENT TO WIN
FREEDOM!

LOOK!
THE ARENA
DOORS
OPEN--



IT IS THE
WARRIOR THE
ETERNALS MEAN
TO TEST!

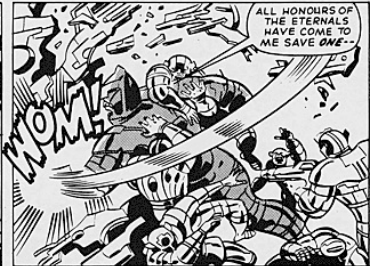
HE CANNOT
BE A MATCH
FOR THESE
WEAPONS.
FIRE!

FIRE!!

FOOLS!
YOU FACE
GROM!

WINNER OF A
THOUSAND
COMBATS--

CONQUEROR
OF A
HUNDRED
WORLDS!



ALL HONOURS OF
THE ETERNALS
HAVE COME TO
ME SAVE ONE--

--AND NOT YOU NOR YOUR FEEBLE
WEAPONS SHALL KEEP IT FROM ME!



CHAMPION
OF CHAMPIONS!

GROM!

HAIL,
GROM!





THUS DID THE ONE
CALLED **GROM** BECOME
CHAMPION OF THE
ETERNALS.

YET HE
WOULD BE **MORE**
TO THEM--
MUCH
MORE!



BEN,
LET THE
WATCHER
GO ON.

YEAH! AN' YA
DON'T NEED
STRETCH'S I.O.
TA GUESS WHAT!

AN OLD **STAR
TREK** FAN LIKE
ME CAN SPOT IT
COMIN'--

HE'S THE
OVER-MIND!

LET'S GET
ALL THE FACTS,
THEN JUDGE,
BIG FELLA.



AW, YER **BOTH** JUST STEAMED UP
'CAUSE I' GUESSED THE ENDIN'.

SOME INTER-GALACTIC
BOZOS GOOD WITH THE
MUSCLE--WHAT'S THE
BIG DEAL? SO AM I!

LET THE MAN
FINISH, BLUE
EYES--MAYBE
WE'LL FIND
OUT.



THE
OVER-MIND
DOES NOT
WANT FOR
**PHYSICAL
POWER**--

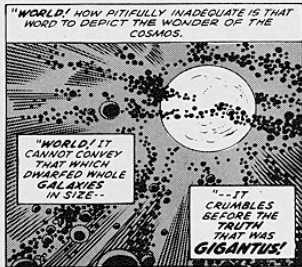
--BUT NOT
FOR **THAT**
DOES THE UNIVERSE
TREMBLE!



LOOK **AGAIN**
TO THE
HEAVENS--

--TO
THAT
DIM,
DISTANT
ERA
OF THE
ETERNALS
--

--AND YET
**ANOTHER
WORLD!**



"**WORLD!** HOW PITIFULLY INADEQUATE IS THAT
WORD TO DEPICT THE WONDER OF THE
COSMOS.

"**WORLD!** IT
CANNOT CONVEY
THAT WHICH
DWARFED WHOLE
GALAXIES
IN SIZE--

"--IT
CRUMBLES
BEFORE THE
TRUTH
THAT WAS
GIGANTUS!



"AND ON THE VAST, UNENDING
SURFACE OF GIGANTUS, A GREAT
AND NOBLE PEOPLE THRIVED--

"A PEOPLE GENTLE
AND WISE, EMBRACERS
AND LOVERS OF LIFE--

--AND DEDICATED TO THE CAUSE
OF PEACE.



"BUT PEACE IS A FRAGILE THING, AND EVEN
FROM AFAR--EASILY SHATTERED.

THE NEAREST
INHABITED
PLANET TO
TO OURS--!

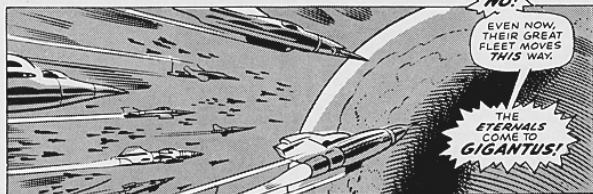
DESTROYED
BY THOSE
WE HAVE
LONG
WATCHED--

--AND
FEARED!



PERHAPS THERE
IS HOPE. WE
REMAINED
UNDISCOVERED
FOR SO LONG--

--AND
FEARED!

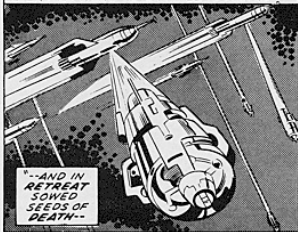


NO!
EVEN NOW,
THEIR GREAT
FLEET MOVES
THIS WAY.

THE
ETERNALS
COME TO
GIGANTUS!



"BUT WHAT THEY COULD NOT CONQUER, THE ETERNALS WERE DETERMINED TO DESTROY--"



"--AND IN RETREAT SOWED SEEDS OF DEATH--"

"--REACTION BOMBS, IMBEDDING THEMSELVES DEEP IN THE PLANET'S SURFACE, SETTING OFF A CHAIN OF EVER-MOUNTING EXPLOSIONS--"



"--THAT WOULD END IN TOTAL DESTRUCTION!"

"YET, UNWITTINGLY, THE ETERNALS HAD SOWN OTHER SEEDS--"



"WE WERE A PEOPLE OF PEACE--"

"BUT THEY TAUGHT US THE WAY OF WAR."

"NOW SHALL THEY REAP THE FRUIT OF THAT LESSON!"



"AND A VAST ARMADA WAS LAUNCHED--A FLEET THAT WOULD NEVER HAVE COME INTO BEING, SAVE FOR THE AGE-LONG WAR WITH THE ETERNALS."

"AND IN THE WAKE OF THAT ARMADA--"



"--A GIANT, AS HAD NEVER BEFORE, AS WOULD NEVER AGAIN, GRACE THE COSMOS --DIED!"

CONTINUED NEXT ISH!



Stan Lee presents
CAPTAIN
BRITAIN'S

FUN PAGE

by OWEN MCCARRON

HOW MANY INVISIBLE GIRLS CAN YOU FIND?

NOW, WE'RE GOING
TO WARN YOU TO BE
CAREFUL. WE WANT
THE COMPLETE FIGURE
AS SHOWN IN THIS POSE

P.S. WE REMOVED
HER FANTASTIC FOUR
EMBLEM TO MAKE
IT A BIT HARDER
FOR YOU!

IN CASE YOU
ARE INTERESTED,
SOME OF CAPTAIN
BRITAIN'S STAFF HAD
A SNEAK PREVIEW...
AND HERE ARE THEIR
ANSWERS:

STAN: "THERE ARE 435
OF THEM!"

LARRY: "CAN I HAVE JUST
ONE MORE WEEK?"

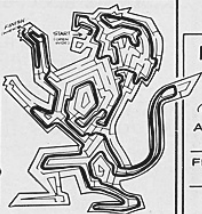
CHRIS: "WHAT'S
'INVISIBLE'?"

HERB & FRED: "IS TWO THE CORRECT
ANSWER?"

— and there you have it!!

BETTER BE HERE NEXT WEEK FOR THE ANSWER!

ANSWERS TO
LAST WEEK'S
PUZZLES:



RHyme-A-WORD with REED

(WE'LL EVEN GIVE DEFINITIONS TO HELP YOU OUT)

A DROP OR BUBBLE

TO SOW, PLANT

FEAT OF COURAGE

DISFIGURES LAWN

TO GUIDE

STATE OF WANT



HEY!

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LUKE CAGE TACKLES THE FRIGHTFUL PHANTOM OF NEW YORK!



THE U.S.A.'S
GREEN GOLIATH
VERSUS
THE LURKER
BENEATH
LOCH FEAR!

OUT
NOW!

Have you got
a meccano dog, crane,
tractor, lorry, clock, bus,
ferry boat, tug, tank, rocket,
wheelbarrow, flying saucer,
car, house, set?

MECCANO
The growing tradition



AN AWESOME ARRAY OF THE FF'S CATAclySMIC CO-STARS!
FRIENDS--OR FOES? CAN ANY MAN TRULY SAY??

THE EVER-INCREDBLE

HULK..

SURELY THE MIGHTIEST
MAN-LIKE CREATURE
ON EARTH!



PRINCE NAMOR--THE
SUB-MARINER!

(WHO ELSE?)



THE SKY-RIDING
**SILVER
SURFER!**

PERHAPS THE MOST TRULY
UNIQUE MARVEL
SUPER-STAR OF ALL!



...NOT TO
MENTION
WORLD-DEVOURING
GALACTUS--
BOTH MAN AND GOD,
TOWERING ABOVE
MERE GOOD
AND EVIL!

Stan Lee NICK FURY, AGENT OF S.H.I.E.L.D.!!
PRESENTS: SUPREME HEADQUARTERS INTERNATIONAL ESPIONAGE LAW-ENFORCEMENT DIVISION

"WHEN COMES... BLACK NOON!"



WE ~~KNOW~~ YOU DON'T WANT TO FOOL AROUND WITH LONG-WINDED EXPLANATIONS, FAITHFUL ONE! SO SUFFICE IT TO SAY COLONEL NICK FURY'S TRAP FOR THE ORIENTAL MASTERMIND *BACKFIRED*, AND NOW HE FINDS *HIMSELF* IN THE SIGHTS OF A DIABOLIC NEW WEAPON CALLED "THE...
ULTIMATE ANNILATOR...

NOW PREPARE YOURSELF FOR A SIX-PAGE **HAPPENING...** ART NOUVEAU MARVEL-STYLE BY THESE CONTEMPORARY COMIC GENIUSES!

STAN LEE • JIM STERANKO

EDITOR WRITER/ILLUSTRATOR
BILL EVERETT • ARTIE SIMEK
INKER LETTERER

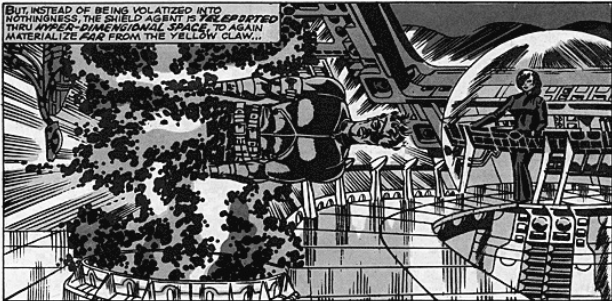


YOU DARED OPPOSE
THE YELLOW CLAW...
NOW PAY THE PRICE,
FOOL... WITH YOUR
VERY LIFE!

NOT EVEN SHIELD
CAN SAVE YOU NOW!
PREPARE TO MEET
YOUR ANCESTORS...

THE HOUR OF THE
YELLOW CLAW HAS
COME... HERALDED
BY YOUR DEATH!

BUT, INSTEAD OF BEING VOLATIZED INTO NOTHINGNESS, THE SHIELD AGENT IS **TELEPORTED** THRU **HYPER-DIMENSIONAL SPACE**, TO AGAIN MATERIALIZE FAR FROM THE YELLOW CLAW...



HEY...WHAT'S GOIN' ON? ONE SECOND I'M GETTIN' **RIPPED APART** BY SOME NUTTY GUN, THE NEXT...



YOU NEED NOT FEAR NOW, FURY-SAN! I, SUWAN, HAVE SAVED YOU!

YOU ARE FAR OUT OF MY UNCLE'S REACH!

JUST AS HE IS DEDICATED TO **EVIL**, SO AM I **SWORN** TO **PROTECT** THOSE WHO WOULD BE HARMED!

MESBIE I CAN **REPAY** THE FAVOR, LADY! SO TELL ME, WHERE ARE WE?

I MUST NOT REVEAL THAT TO YOU, FURY!



YOU SEE, I **CAN**... **NOT** PERMIT HARM TO COME TO HIM WHO **DWELLS** HERE!

HE IS STILL MY UNCLE AND... **LOOK, THE MONITOR...** HERR VOLTSMANN APPROACHES THIS **CAMERAMAN!** YOU MUST NOT BE FOUND!

LET 'IM COME! I OWE HIM SOMETHIN', ANYWAY!

NO, MY FRIEND! **NOT HERE... NOT NOW! PLEASE!**



MAYBE YOU'RE RIGHT! MY HEAD'S **REELIN'** LIKE A CONEY ISLAND ROLLER COASTER! HOW DO I GET OUTTA HERE?

THE SAME AS YOU ARRIVED...THRU THE **MATTER-WARP MACHINE!**

QUICKLY NOW! BEFORE IT'S **TOO LATE!** TRUST SUWAN!



OKAY, IT'S YOUR PARTY!



AND THOUGH I PRAY MY EFFORTS BE **NEEDED** IN VAIN, IT STILL SEEMS BUT A MATTER OF TIME BEFORE...**THE END!**

TRUST ME... FOR BY MY HANDS **ALONE** ON THE FUTURE OF THE WORLD BE SAVED!

AND, AT THAT
SELF-SAME
MOMENT,
SOMEWHERE
ACROSS
MANHATTAN,
THE MEN WHO
KEEP A VIGIL
AT SHIELD'S
BARBER SHOP
ENTRANCE
ARE LITTLE
AWARE OF THE
EVENTS ABOUT
TO BE
FORTHCOMING...

SO IT'S LIKE I TELL YOU, SLIM,
IF MEN'S HAIR STYLES KEEP
LOOKING THE WAY THEY DO,
WE'RE GONNA BE CUTTA
BUSINESS!

JUST THE OTHER DAY THIS GUY
COMES IN, SEE... HAIR DOWN TO
HERE, SO, HE SITS DOWN IN
THE CHAIR AND ASKS FOR A
SHAVE! SWEESH!

AWWW, MAN! RIGHT ABOUT NOW
I DON'T CARE WHO COMES
IN! IF THIS PLACE GETS
ANY QUIETER, WE COULD
START SAYIN' MASS!



MAYBE WE
OUGHTTA...

WHAT
IN THE...?

COMIN'
THRU THE
CEILING!



LOOK OUT!
IT'S PROPPING
TOWARDS THE
FLOOR!

MUST BE
SOME KINDA
NEW WEAPON!
SOUND THE
ALARM!

YEAH!

AFTER THIS, REMIND
ME TO KEEP MY MOUTH
SHUT!

WAIT! THE THING'S
TAKING ON A
HUMANOID SHAPE!



HOLD IT! IT--
IT'S FURY!
QUICK, SLIM,
GET THE
DOOR!



WHOOOPS! SORRY,
MISTER, WE'RE
CLOSED! THE
BOSS JUST GAVE
US THE DAY OFF!

TAKE IT EASY,
CHUM, YOU ACT
LIKE I'M AN
ENEMY SPY!



HUSTLE IT UP, SLIM! IT'S FURY
ALL RIGHT... BUT SOME-
THING'S WRONG! HE'S
UNCONSCIOUS!

GET THE HYDRAULIC
CHAIR READY! HE MUST
GET TO SHIELD
CENTRE IMMEDIATELY!



RIGHT! HE'S ON HIS WAY!
DON'T LOOK GOOD FOR THE
CHIEF! HE BARELY HAS A
PULSE
BEAT!

CHARLIE CLIPPER TO
BIG DADDY... COLONEL
FURY COMING DOWN...
ALL HANDS
ATTENTION! TOP
PRIORITY!

OKAY, CLIPPER
CHARLIE...
READY AND
WAITING!

AND EVEN AS THE SHIELD RAMROD FIGHTS FOR HIS VERY LIFE THE INSCRUTIBLE YELLOW CLAW BEGINS TO SPIN ANOTHER WEB OF INCREDIBLE VILLAINY... FROM HIS SECRET SANCTUM HE PREPARES TO TEST THE DESTRUCTIVE POWERS OF HIS NEW ACQUISITION...
THE ULTIMATE ANNIHILATOR!



THE IRIS DOME IS OPEN, MERR CLAW! PROCEED AT ANY TIME!

I AM READY NOW, VOLTSMANN! IN ANOTHER INSTANT, WE CAN JUDGE THE TRUE DEVASTATING POWER OF THE WEAPON!

THOUGH A.I.M. PERFECTED IT, IT WAS THROUGH MY INGENUOUS MANIPULATION OF THE FOOLS AT SHIELD THAT I SECURED IT FOR MY OWN PLANS!*

LAST 15H, REMEMBER?
-- STICKLER STAN.

NOW, IF THE ULTIMATE ANNIHILATOR DOES INDEED HAVE THE UNLIMITED DEVASTATING FORCE ITS NAME IMPLIES, IT SHOULD HAVE LITTLE DIFFICULTY IN DESTROYING THE TARGET I HAVE CHOSEN!

A SATELLITE... IN ORBIT MILES ABOVE EARTH!

NOW... TO PRESS THIS SWITCH...



OBSERVE, VOLTSMANN, AS THE DEADLY ANNIHILATION BEAM CONTACTS THE OBJECT!

FIRST, IT SHIMMERS WITH ENERGY RELEASED... THEN, THE PROTONS IN THE ATOM STRUCTURE BEGIN TO DISSIPATE...



NOW, THE FINAL SCINTILLA OF FORCE... AND THEN, NOTHING!

DID YOU SEE, VOLTSMANN?
IT IS, INDEED, THE ULTIMATE
DESTRUCTIVE MACHINE!

OBSERVE ITS LIMITLESS
POWER ON THE SCREEN
BEHIND ME! I COULD
EVEN DESTROY THE
SUN UPON A WHIM!

THE STARS...
THE COSMOS...
NOW, ALL MINE!

THE YELLOW CLAW...
MASTER OF THE
UNIVERSE! HOW
MANKIND WILL GROVEL
IN MY PRESENCE!

LET THIS NIGHT
SIGNAL MANKIND'S
IMPENDING DOOM!
SO SPEAKS THE
YELLOW CLAW!

SO IT SEEMS, HERR CLAW! BUT EVEN ZO
FURY NO LONGER EXISTS, HIS ORGANIZATION
WILL CERTAINLY SEND OTHERS IN HIS
PLACE!

ZAY WILL
NEVER REST 'TIL
YOU ARE DEFEATED!

HAVE A CARE, VOLTSMANN!
SHOULD YOU
ANGER ME WITH YOUR
INCESSANT BABBLING
ABOUT SHIELD!

I WILL DEAL WITH
THEM JUST AS I
DID WITH FURY!
LET THE SWINE
ATTEMPT TO
OPPOSE ME... THEY
TOO, WILL DIE!

BUT WAIT! AN IDEA
MOST INTERESTING
BEGINS TO GROW IN
THIS ONE'S HEAD!

EXCELLENT, MASTER!

I MUST BE MORE CAREFUL
WITH MY OBSERVATIONS. LEAST
HE DECIDE I, TOO, AM EXPEND-
ABLE!

I HAVF NEFER SEEN
HIM THIS MAD FOR
POWER BEFORE!

SOON THE SHADOW OF
THE YELLOW CLAW WILL
ENVELOP THE ENTIRE
WORLD!

I HAVE NOT LIVED
THESE HUNDREDS
OF YEARS IN VAIN!

TODAY WILL SEE
THE DAWN OF A
NEW AGE... AN
AGE OF VENGEANCE
...OF DARKNESS
AND DEATH!

COME NOW
...HEAR MY
PLAN!

AND, WHILE THE SINISTER ORIENTAL MASTERMIND WEAVES HIS SCHEME TO DESTROY LIFE, A HOST OF SHIELD MEDICS WORK VALIANTLY TO SAVE IT...

HIS SYSTEMS IN A STATE OF SHOCK.

HE'S CLOSE TO THE LIMIT THE HUMAN BODY'S EVER ENDURED!

YES! BUT THE SELF-REGENERATING CELL AMPLIFIER SEEMS TO BE BRINGING HIM THRU THE CRITICAL PERIOD!

YOUR PROGNOSIS IS CORRECT, DOCTOR, BUT HE WON'T BE AS LUCKY THIS TIME AS HE WAS IN THE PAST!

THE ESSENCE OF LIFE HAS BEEN SEVERELY DAMAGED!

THE AFTER EFFECTS WILL BE QUITE ACUTE!

THE REVIVE CHAMBER WILL PULL HIM THRU NOW!

BUT WHAT OF TOMORROW?

SEVERAL HOURS LATER...
"SO THAT'S YOUR CONDITION, SIR! ANY ADDITIONAL STIMULATION WILL CAUSE ANOTHER REACTION TO OCCUR!"

WHAT'RE YA TRYIN' TA SAY, DOC, GIVE IT TO ME STRAIGHT!

SIMPLY THIS, COLONEL! BLACKOUT, TOTAL BLINDNESS...OR VERY LIKELY DEATH!

IT COULD HAPPEN ANY TIME!

YOUR ONLY CHANCE IS PROLONGED REST AND CONTINUED TREATMENT! IT'S SURE DEATH TO CONTINUE AS DIRECTOR OF SHIELD IN YOUR PRESENT CONDITION!

AWRIGHT! YA WARNED ME! I'LL KEEP IT IN MIND! MEANTIME, IT'S CONFIDENTIAL!

AN' THAT'S AN ORDER!

PARDON THE INTERRUPTION! THIS ARRIVED FOR YOU BY MESSENGER, COLONEL!

THEY SAID IT WAS ALL RIGHT TO SEE YOU NOW!

HAND IT OVER, VAL! COULD BE IMPORTANT!

WELL?? KEY TO YOUR HEART?

MOOREN'T THAT! IT'S ONE OF SHIELD'S SPECIAL CODE-A-GRAH DEVICES!

C'MON! I'LL SHOW YOU HOW IT WORKS!

CONTINUED NEXT ISSUE!



In conjunction with those tremendous toy manufacturers, ATLANTIC TOYS, we proudly present a great two part competition . . .

ATLANTIC CROSSING

First prize is a battery operated Leopard Tank worth £16.00! Then there's five second prizes of Boeing Stratocruiser Kits, and fifty runners-up will each win an Aeroplane Construction Kit. All the pieces in these kits simply snap together—no glue is needed. Pretty neat, eh?

Here's what you have to do.

This week and next week we'll be asking you five questions about Atlantic crossings by sea and air. Next week, when you've answered all ten questions, send your two answer forms into the batty British Bullpen Office—and leave the rest to Mighty Marvell! Everyone clear so far? Well here's this week's five questions—remember there'll be five more next week, so keep this page safe.



- 1 Name the three ships which Columbus led across the Atlantic in the voyage resulting in the discovery of the New World.
- 2 Christopher Columbus was not the first man to sail to America. Historians believe that a Viking crossed the Atlantic several centuries earlier. Who was this Viking?
- 3 Name the ship in which the Pilgrim Fathers sailed to America.
- 4 In 1912 which famous liner sank before completing its maiden voyage across the Atlantic?
- 5 Who was the first person to fly across the Atlantic in an aeroplane singlehanded?

Write your answers in the spaces, and save this page until next week, and we will tell you where to send it!

